

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS**

IN RE KRAFT HEINZ SECURITIES
LITIGATION

Case No. 19-cv-01339

The Honorable Robert M. Dow, Jr.

**UNCONTESTED AND AGREED-TO MOTION FOR LEAVE TO AMEND
THE CONSOLIDATED CLASS ACTION COMPLAINT AND
TO MODIFY SUBSEQUENT BRIEFING DEADLINES**

Lead Plaintiffs Sjunde AP-Fonden (“AP7”) and Union Asset Management Holding AG (“Union”) (collectively, “Lead Plaintiffs”), through their undersigned counsel, move this Court for an Order granting Lead Plaintiffs’ uncontested and agreed-to motion for leave to amend the Consolidated Class Action Complaint (the “Complaint”) and to modify subsequent briefing deadlines.

On January 6, 2020, Lead Plaintiffs filed the Consolidated Class Action Complaint [ECF No. 179]. On March 6, 2020, Defendants in the above-captioned action filed their Motions to Dismiss the Consolidated Class Complaint [ECF No. 215; 217].

A related shareholder derivative action—captioned *In re The Kraft Heinz Co. Derivative Litigation*, No. 2019-0587-AGB (Del. Ch.)—is currently pending in the Delaware Court of Chancery. On February 7, 2020, one of the shareholder plaintiffs in that case filed a derivative complaint that included numerous allegations describing, or otherwise based on, documents Defendant The Kraft Heinz Company (“Kraft Heinz”) produced to that plaintiff in response to its shareholder demand for inspection pursuant to 8 Del. C. § 220. Those allegations were redacted in the publicly filed version of the derivative complaint pursuant to an agreement between the parties.

On April 17, 2020, a journalist filed a notice challenging Kraft Heinz's confidentiality designations and seeking, among other things, to unseal the derivative complaint. On May 15, 2020, Defendant Kraft Heinz filed a motion in the Delaware Court of Chancery for continued confidential treatment of the derivative complaint. Along with its motion, Kraft Heinz filed a proposed amended public version of the complaint that unredacted a number of the derivative complaint's previously sealed allegations.

Lead Plaintiffs believe that the documents described by the newly unsealed derivative complaint support their allegations and bear directly on Defendants' pending motion to dismiss. Accordingly, Lead Plaintiffs move for leave to amend the Complaint pursuant to Fed. R. Civ. P. 15(a).

Lead Plaintiffs have conferred with counsel for Defendants Kraft Heinz, Bernardo Hees, Paulo Basilio, David Knopf, Alexandre Behring, George Zoghbi, Rafael Oliveira, 3G Capital Partners, 3G Capital, Inc., 3G Global Food Holdings, L.P., 3G Global Food Holdings GP LP, 3G Capital Partners LP, 3G Capital Partners II LP, and 3G Capital Partners Ltd. ("Defendants"), and Defendants do not oppose this motion, but advised Lead Plaintiffs of their position that dismissal following Defendants' renewed motion should be with prejudice, in light of the amendment following Defendants' initial motion to dismiss. Lead Plaintiffs advised Defendants that they disagreed with Defendants' position and informed Defendants of Lead Plaintiffs' position that Lead Plaintiffs are entitled to amend their pleading as a matter of course under Rule 15(a)(1)(B). Further, the Parties have met and conferred and agreed upon the schedule set forth in the attached Stipulation and [PROPOSED] Order regarding the First Amended Consolidated Class Action Complaint and Modification of the Subsequent Briefing Deadlines submitted herewith.

Lead Plaintiffs respectfully request that this Court grant their motion for leave to amend the Complaint and to so order the attached Stipulation and [PROPOSED] Order regarding the First Amended Consolidated Class Action Complaint and Modification of the Subsequent Briefing Deadlines.

Dated: June 15, 2020

Respectfully submitted,

**BERNSTEIN LITOWITZ BERGER &
GROSSMANN LLP**

/s/ Salvatore J. Graziano

Salvatore J. Graziano (*pro hac vice*)
Katherine M. Sinderson (*pro hac vice*)
Abe Alexander (*pro hac vice*)
**BERNSTEIN LITOWITZ BERGER &
GROSSMANN LLP**
1251 Avenue of the Americas, 44th Floor
New York, New York 10020
Telephone: (212) 554-1400
Email: salvatore@blbglaw.com
katiem@blbglaw.com
abe.alexander@blbglaw.com

Avi Josefson
**BERNSTEIN LITOWITZ BERGER &
GROSSMANN LLP**
875 North Michigan Avenue, Suite 3100
Chicago, Illinois 60611
Telephone: (312) 373-3880
Email: avi@blbglaw.com

*Counsel for Co-Lead Plaintiff Union Asset
Management Holding AG and Co-Lead Counsel
for the Class*

**KESSLER TOPAZ MELTZER
& CHECK, LLP**

Sharan Nirmul (*pro hac vice*)
Richard A. Russo, Jr. (*pro hac vice*)
Nathan A Hasiuk (*pro hac vice*)

Lauren McGinley (*pro hac vice*)
280 King of Prussia Road
Radnor, Pennsylvania 19087
Email: snirmul@ktmc.com
 rrusso@ktmc.com
 nhasiuk@ktmc.com
 lmcginley@ktmc.com

*Counsel for Co-Lead Plaintiff Sjunde AP-
Fonden and additional named Plaintiff Booker
Enterprises Pty Ltd. and Co-Lead Counsel for
the Class*